

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Schedule 13G**

Under the Securities Exchange Act of 1934

Pacific Drilling S.A.  
(Name of Issuer)

Common shares, par value \$0.01 per share  
(Title of Class of Securities)

L7257P 205  
(CUSIP Number)

December 31, 2018  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

1	Name of Reporting Person Quantum Pacific (Gibraltar) Limited	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization Gibraltar	
Number of Shares Beneficially Owned by Each Reporting Person With	5	Sole Voting Power: 0 common shares
	6	Shared Voting Power: 3,842,729 common shares
	7	Sole Dispositive Power: 0 common shares
	8	Shared Dispositive Power: 3,842,729 common shares
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,842,729 common shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent Of Class Represented By Amount In Row 9 5.1%	
12	Type of Reporting Person CO	

1	Name of Reporting Person Quantum Pacific International Limited (1)	
2	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3	SEC Use Only	
4	Citizenship or Place of Organization British Virgin Islands	
	5	Sole Voting Power: 0 common shares
	6	Shared Voting Power: 3,842,729 common shares
	7	Sole Dispositive Power: 0 common shares
	8	Shared Dispositive Power: 3,842,729 common shares
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,842,729 common shares	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/>	
11	Percent Of Class Represented By Amount In Row 9 5.1%	
12	Type of Reporting Person CO	

(1) The 3,842,729 common shares of Pacific Drilling, S.A. owned by Quantum Pacific (Gibraltar) Limited may be deemed to be beneficially owned by Quantum Pacific International limited, as Quantum Pacific (Gibraltar) Limited is a wholly-owned indirect subsidiary of Quantum Pacific International Limited; the indirect ultimate owner of Quantum Pacific International Limited is a discretionary trust in which Mr. Idan Ofer is the beneficiary.

- Item 1(a). Name of Issuer:**  
Pacific Drilling S.A.
- Item 1(b). Address of Issuer’s Principal Executive Offices:**  
8-10, Avenue de la Gare, L-1610 Luxembourg
- Item 2(a). Name of Person Filing:**  
Quantum Pacific (Gibraltar) Limited  
Quantum Pacific International Limited  
The foregoing persons are hereinafter collectively referred to as the “Reporting Persons” and each a “Reporting Person”
- Item 2(b). Address of Principal Business Office or, if None, Residence:**  
For Quantum Pacific (Gibraltar) Limited – 57/63 Line Wall Road, Gibraltar GX11 1AA  
For Quantum Pacific International Limited – c/o Quantum Pacific Monaco SARL, 7 Avenue de Grande Bretagne, MC 98000 MONACO
- Item 2(c). Citizenship:**  
See Item 4 on each cover page hereto.
- Item 2(d). Title of Class of Securities:**  
Common shares, par value \$0.01 per share
- Item 2(e). CUSIP Number:**  
L7257P 205
- Item 3. If this statement is filed pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the persons filing is a:**  
Not applicable
- Item 4. Ownership:**
- (a) Amount Beneficially Owned: 3, 842,729 common shares
  - (b) Percent of Class: 5.1%
  - (c) Number of shares as to which such person has:
    - (i) See the responses to Item 5 on the attached cover pages.
    - (ii) See the responses to Item 6 on the attached cover pages.
    - (iii) See the responses to Item 7 on the attached cover pages.
    - (iv) See the responses to Item 8 on the attached cover pages.
-

**Item 5. Ownership of Five Percent or Less of a Class:**

Not applicable

**Item 6. Ownership of More than Five Percent on Behalf of Another Person:**

Not applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:**

Not applicable

**Item 8. Identification and Classification of Members of the Group:**

Not applicable

**Item 9. Notice of Dissolution of Group:**

Not applicable

**Item 10. Certifications:**

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

---

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 16, 2019

Quantum Pacific International Limited

/s/ John Frank Megginson

Name: John Frank Megginson

Title: Director

Quantum Pacific (Gibraltar) Limited

/s/ John Frank Megginson

Name: John Frank Megginson

Title: Director

Joint Filing Agreement

The undersigned persons (the “Reporting Persons”) hereby agree that a joint statement on this Schedule 13G, and any amendments thereto, be filed on their behalf by Quantum Pacific (Gibraltar) Limited.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of them contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Dated: January 17, 2019

Quantum Pacific International Limited

/s/ John Frank Megginson

Name: John Frank Megginson

Title: Director

Quantum Pacific (Gibraltar) Limited

/s/ John Frank Megginson

Name: John Frank Megginson

Title: Director